LUKAS, NACE, GUTIERREZ & SACHS

1111 NINETEENTH STREET, N.W.
SUITE 1200

WASHINGTON, **D.C.** 20036 (202) 857-3500

CONSULTING ENGINEERS
AU KUZEHKANANI
LEROY A. ADAM
LEILA RMNAVAZ

OF COUNSEL

JOHN J. MCAVOY

J.K. HAGE III+

LEONARD S. KOLSKY+

TELECOPIER (202) 857-5747

Email: Ings@fcclaw.com http://www.fcclaw.com

WRITER'S DIRECT DIAL

(202) 828-8434 tslamowitz@fcclaw.com

RUSSELL D. LUKAS
DAVID L. NACE
THOMAS GUTIERREZ
ELIZABETH R. SACHS
GEORGE L. LYON, JR.
JOEL R. KASWELL
PAMELA L. GIST
DAVID A. LAFURIA
MARILYN SUCHECKI MENSE
PAMELA GAARY HOLRAN
B. LYNN F. RATNAVALE
TODD SLAMOWITZ
DAVID M. BRIGLIA
ALLISON M. JONES
STEVEN M. CHERNOFF

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Federal Communications Commission 1270 Fairfield Road Gettysburg, PA 17325-7245

Re: Revised FCC Ownership Disclosure Information (Form 602)

Poplar PCS -- Arkansas, LLC

Dear Sir or Madam:

On behalf of Poplar PCS – Arkansas, LLC, enclosed is its revised FCC Ownership Disclosure Information (Form 602).

If you have any questions with respect to this matter, please contact the undersigned.

Respectfully submitted,

Todd Slamowitz

Enclosure - .



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FCC 602 Main Form

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Approved by **OMB**3060 - 0799
See instructions for public burden estimate

Applicant/Licensee Information					
1) First Name (if individual):	MI:	Last Name:		Suffix:	
2) Applicant Name (if entity): Poplar PCS - Arkansas, LLC			3) Applicant TIN:	•	
Related FCC Regulated Businesses of Applicant/Licer	isee				
Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	Р	4b) rincipal Business:	4c) TIN:	4d) Percent of Interest Held	
None					
ignature Typed or Printed Name of Party Authorized to Sign			 		
First Name: Stephen	MI	Last Name: Roberts		Suffix:	
	M				
Title: Officer					
Signature: Leud M	/	- COST 8	Date: 10/3	?/o	
Failure To Sign This Application May Result In Dismissal Of The Applicat	ion And Fo	feiture Of Aux Fees Paid	. .		
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATT Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR Code, Title 47, Section 503).	ACHMENT CONSTRU	S ARE PUNISHABLE BY FIN JUTION PERMIT (U.S. Code, 1	NE AND/OR IMPRISONMENT (U.S. Title 47, Section 312(a)(l)), AND/OR	Code, Title 18, FORFEITURE (U.	.S.

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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Approved by OMB 3060-0799 see instructions for public burden

Schedule for Disclosable Interest Holders

e visclosable Interest Holder Information (complete a	stimate as many as req	quired to descr	ibe all disclosable interest holde	ers)	•				
1) Disclosable Interest Holder=s First Name (if individ	lual):	MI:	Last Name:		Suffix:				
2) Disclosable Interest Holder=s Name (if entity): Poplar PCS License Company, LLC			3) Disclosable Interest Holder	s TIN:					
4) Disclosable Interest Hold- Address: 5350 Poplar Avenue, Suite 875, Memphis, TN	V 38119								
5) Type of Interest in Applicant (D) (refer to Instructions for list)			older is a(n): (M) for list of codes):	7) Percent of Interest Held in Applicant: 100 %					
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0 -Membership Units			9) Disclosable interest Hol USA	lder=s Country of Citizenship:					
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Poplar PCS License Company owns 100% of the membership units of the Applicant.									
Related FCC Regulated Businesses of Disclosable Into	erest Holders	(repeat for e	each interest holder identifie	<u>d)</u>					
Name and address of all FCC Regulated Businesse by Disclosable Interest Holder listed in #3 (use add sheets, if necessary):	s owned litional	IIb) Principal Business:		l Ic) TIN:	Percent of Interest Held:				
	ŗ	Геlесотти	nications		100%				
Poplar PCS - Central, LLC 5350 Poplar Avenue, Suite 875 Memphis, TN		Геlecommu	nications		100%				
The same of the sa	·				_				

FCC Ownership Disclosure Information for the

Wireless Telecommunications Services

Approved by OMB 3060-0799 See instructions for public burden

Page 2

Schedule for Disclosable Interest Holders

isclosable Interest Holder Information (complete a	s many as require	ed to desc	ribe all disclosable interest hold	lers)					
I) Disclosable Interest Holder=s First Name (if individual):			Last Name:	94	suffix:				
2) Disclosable Interest Holder=s Name (if entity): Poplar PCS, LLC				3) Disclosable Interest Holder	=\$ TM:				
4) Disclosable Interest Holder=s Address: 5350 Poplar Avenue, Suite 875, Memphis, T	N 38119								
5) Type of interest in Applicant (I) (refer to instructions for list)	*		Iolder is a(n): (M) for list of codes):	7) Percent of Interest Held in Applicant: 100%					
8) Disclosable interest Holder's Type of Ownership (refer to instructions for list): O - Membership U		9) Disclosable Interest Hold USA	der=s Country of Citizenship:						
IO) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Poplar PCS, LLC owns 100% of the membership units of Poplar PCS License Company, LLC, which in turn, owns 100% of the membership units of the Applicant.									
Related FCC Regulated Businesses of Disclosable Into	rest Holders (re	peat for	each interest holder identifie	ed)					
Name and address of all FCC Regulated Businesses by Disclosable Interest Holder listed in #3 (use add sheets, if necessary):	es owned Pr		I lb) incipal Business:	l Ic) T I N:	11d) Percent of Interest Held:				
Poplar PCS - Arkansas, LLC 5350 Poplar Avenue, Suite 875 Memphis, TN	Tel	Telecommunications			100%				
Poplar PCS License Company, LLC 5350 Poplar Avenue, Suite 875 Memphis, TN	Tel	ecommu	nications		100%				
Poplar PCS - Central, LLC 5350 Poplar Avenue, Suite 875 Memphis, TN	Tel	ecommu	nications		100%				
and the same									

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FCC Ownership Disclosure Information for the

Wireless Telecommunications Services

by OMB 3060-0799 See instructions for public burden estimate

Schedule A Page 3

Schedule for Disclosable Interest Holders

isclosable I	nterest	Holder	Information	(com	plete	as many	as	required	to	describe	ail	disclosable	interest	holders))
--------------	---------	--------	-------------	------	-------	---------	----	----------	----	----------	-----	-------------	----------	----------	---

I) Disclosable Interest Holder=s First Name (if individual): William M1:			Last Name: Yandell		suffix: HI			
2) Disclosable Interest Holder=s Name (if entity	y):		3) Disclose Holder=s TIN:					
4) Disclosable Interest Holder=s Address: 5350 Poplar Avenue, Suite 875, Memphis, TN 38119								
5) Type of Interest in Applicant (I,O) (refer to Instructions for list)	6) Disclosable in (refer to instr		folder is a(n): (I) for list of codes):	7) Percent of Interest Held in Applicar 5 %	nt:			
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): O - Membership Units			9) Disclosable Intere	est Holder=s Country of Citizenship:				

IO) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):

Mr. Yandell, III own 5% of Poplar PCS, LLC, which in turn owns 100% of Poplar PCS License Company, LLC, which in turn, owns 100% of the applicant.

telated FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	Hc) TIN:	11d) Percent of Interest Held:
Wireless Partners, LLC 5350 Poplar Avenue, Suite 875 Memphis, TN	Telecommunications		12.3%
SWC Partners, LLC 5350 Poplar Avenue, Suite 875 Memphis, TN	Telecommunications		25%
Eldorado Communications LLC 5350 Poplar Avenue, Suite 875 Memphis, TN	Telecommunications		10.3%
Pacificom Holdings, LLC 5350 Poplar Avenue, Suite 875 Memphis, TN	Telecommunications		10%
Alaska DigiTel, LLC 5350 Poplar Avenue, Suite 875 Memphis, TN	Telecommunications		10.1%
Poplar Associates, LLC 5350 Poplar Avenue, Suite 875 Memphis, TN	Telecommunications		25%
Poplar PCS, LLC 5350 Poplar Avenue, Suite 875 Memphis, TN	Telecommunications		5%
Poplar PCS License Company, LLC 5350 Poplar Avenue, Suite 875 Memphis, TN	Telecommunications		5%
		<u> </u>	FCC 602 Schedu

Approved

FCC 602

Schedule A Page 4

FCC Ownership Disclosure Information for the

Wireless Telecommunications Services

by OMB 3060**-079**9

Schedule for Disclosable Interest Holders

See instructions for
public burden estimat

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Disclosable Interest Holder Information (complete	as manv as reouire	ed to desc	cribe ail disclosable interest ho	lders)	
Disclosable Merest Holder=s First Name (if individual): Stephen			Last Name: Roberts		suffix:
2) Disclosable Interest Holder=s Name (if entity	y):		3): Disclosed a Interest Holder=s TIN:		
4) Disclosable Interest Holder=s Address: 5350 Poplar Avenue, Suite 875, Memphis, TN	i 38119				
5) Type of Interest in Applicant (I,O) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (I) (refer to instructions for list of codes):			7) Percent of Interest Held in Application 5.9%	nt:
8) Disclosable interest Holder's Type of Ownership (refer to instructions for list): 0 - Membership Units			9) Disclosable Interest H USA	Iolder-s Country of Citizenship:	
IO) Relationship Description (if the discloseable intere Mr. Roberts own 5.9% of Poplar PCS, LLC, of the applicant.					owns 100%

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

Name and address of all FCC Regulated Businesses owned Principal Business: TIN: Percent of by Disclosable Interest Holder listed in #3 (use additional Interest Held: sheets, if necessary): Poplar Associates, LLC **Telecommunications** 25% 5350 Poplar Avenue, Suite 875 Memphis, TN Poplar PCS, LLC **Telecommunications** 5.9% 5350 Poplar Avenue, Suite 875 Memphis, TN Poplar PCS License Company, LLC **Telecommunications** 5.9% 5350 Poplar Avenue, Suite 875 Memphis, TN SWC Partners, LLC Telecommunications 25% 5350 Poplar Avenue, Suite 875 Memphis, TN

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FCC 602 Schedule A February 1999

FCC Ownership Disclosure Information for the

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Wireless Telecommunications Services

Approved by OMB 3060-0799 see instructions for public burden

Schedule for Disclosable Interest Holders

estimate

visclosable Interest Holder Information (complete	as many as require	d to des	cribe all disclosable interest hold	lers)			
Disclosable Interest Holder=s First Nami (if individing David	dual):	MI:	Last Name: Gerstenhaber		suffix:		
2) Disclosable interest Holder=s Name (if entity):		3) Discloseble Interest Holder=s TIN	: :				
4) Disclosable Interest Holder=s Address: 780 Third Avenue, New York, NY 10017							
5) Type of Interest in Applicant (I) (refer to Instructions for list)				7) Percent of Interest Held in Applicant: 12.57%			
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0 -Membership	Units		9) Disclosable Interest Holder=s Country of Citizenship: USA				
10) Relationship Description (if the discloseable interes Mr. Gerstenhaber owns 12.57 percent of Popl turn, owns 100% of the applicant.	ar PCS LLC, v	vhich ii	n turn, owns 100% of Pop	lar PCS License Company, LLC,	which in		
elated FCC Regulated Businesses of Disclosable Into	erest Holders (re	peat for	each interest holder identifie	ed)			
Name and address of all FCC Regulated Businesses by Disclosable Interest Holder listed in #3 (use addisheets, if necessary):	s owned itional	Pı	11b) rincipal Business:	IIc) TIN:	lld) Percent of nterest Held:		
None				В			
No. of the second of the secon							

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FCC Ownership Disclosure Information for the

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public **burden**

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Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

estimate visclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder=s First Name (if individual):		MI:	Last Name:	,	suffix:				
				-					
2) Disclosable Interest Holder=s Name (if entity): Mckenzie Family Partnership No. 3, G.P.		3) Disclosable Interest Holder=s TI	N:						
4) Disclosable Interest Holder=s Address: PO Box 1479, Cleveland, TN 37364									
5) Type of Interest in Applicant (I) Instructions for list)	6) Disclosable	Interest I	Holder is a(n): (G)	7) Percent of Interest Held in Applicant: 12.57%					
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): O -Membership Units			9) Disclosable Interest Holder=s Country of Citizenship: USA						
IO) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): The Mckenzie Family Partnership No. 3, G.P. owns 12.57% of Poplar PCS LLC, which in turn, owns 100% of Poplar PCS License Company, LLC, which in turn, owns 100% of the applicant.									
Related FCC Regulated Businesses of Disclosable Into	erest Holders (re	epeat for	each interest holder identifie	d)					
Name and address of all FCC Regulated Businesses by Disclosable Interest Holder listed in #3 (use add sheets, if necessary):	s owned itional	IIb) Principal Business:		IIc) TIN:	lld) Percent of Interest Held:				
None									
The second of									